

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

CAPITOL RECORDS, INC., a Delaware Corporation; CAROLINE RECORDS, INC., a New York Corporation; VIRGIN RECORDS AMERICA, INC., a California Corporation; EMI BLACKWOOD MUSIC, INC., a Connecticut Corporation; EMI APRIL MUSIC, INC., a Connecticut Corporation; EMI FULL KEEL MUSIC, Inc., a duly organized Corporation; EMI VIRGIN MUSIC, INC., a New York Corporation; EMI ROBBINS CATALOG, INC., a New York Corporation; EMI WATERFORD MUSIC, INC., a California Corporation; EMI GROVE PARK MUSIC, INC., a duly organized Corporation; COLGEMS-EMI MUSIC, INC., a Delaware Corporation; and EMI VIRGIN SONGS, INC., a New York Corporation

Plaintiffs,

v.

VIDEOEGG, INC. d/b/a VIDEOEGG.COM, a Delaware corporation; HI5 NETWORKS, INC. d/b/a HI5.COM; BEBO, INC., d/b/a BEBO.COM, a Delaware Corporation, and DOES 1-10, inclusive

Defendants.

CASE NO. 08 CV 5831

(HB)

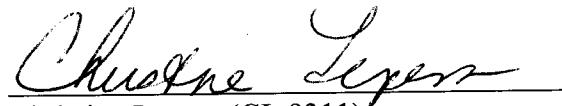
NOTICE OF MOTION TO ADMIT  
COUNSEL PRO HAC VICE

PLEASE TAKE NOTICE that upon the Declaration of Christine Lepera dated August 1, 2008, the accompanying Declaration of Russell Frackman dated July 30, 2008, and the exhibit annexed thereto, the undersigned moves this Court for an Order, pursuant to Rule 1.3(c) of the Local Rules for the United States District Court for the Southern District and Eastern Districts of New York, admitting Russell Frackman to the Bar of this Court *pro hac vice* to appear and participate as counsel for Plaintiffs in the above-captioned action.

JG 0825-658951 / AUG - 4 2008

Dated: New York, New York  
August 1, 2008

MITCHELL SILBERBERG & KNUPP LLP

By:   
Christine Lepera (CL 9311)  
12 East 49th Street  
New York, New York 10017  
Telephone: (917) 546-7703  
Facsimile: (917) 546-7673

*Attorneys for Plaintiffs*

To: *Attorneys for Defendants*

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

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Defendants.

CASE NO. 08 CV 5831

DECLARATION OF CHRISTINE LEPERA  
IN SUPPORT OF MOTION FOR  
ADMISSION OF RUSSELL FRACKMAN  
PRO HAC VICE

CHRISTINE LEPERA, declares under the penalties of perjury as follows:

1. I am a partner, through my professional corporation, of the law firm Mitchell Silberberg & Knupp LLP, counsel for Plaintiffs in the above-captioned action. I submit this declaration in support of the motion, pursuant to Rule 1.3(c) of the Local Civil Rules of the United States District Courts for Southern and Eastern Districts of New York, for an order granting Russell Frackman, Esq., admission to the Bar of this Court *pro hac vice* for the purpose

of allowing him to participate in the representation of Plaintiffs in the above-captioned matter, and to appear before this Court.

2. I am a member in good standing of the Bar of this Court.

3. I have reviewed the Declaration of Russell Frackman in support of the Motion for Admission *Pro Hac Vice* submitted herewith, and I believe that the Declaration is true and correct.

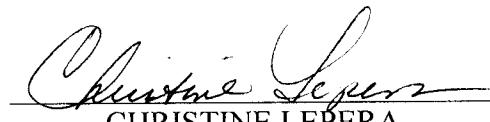
4. Mr. Frackman is, through his professional corporation, a member of the law firm of Mitchell Silberberg & Knupp LLP, located at 11377 West Olympic Boulevard, Los Angeles, CA 90064. He is experienced and familiar with the matter which is pending before this Court.

5. No previous application has been made for the relief requested herein.

6. Accordingly, I respectfully request that Russell Frackman be admitted to the Bar of this Court *pro hac vice*.

7. Pursuant to 28 U.S.C. § 1746, I declare, under penalty of perjury under the laws of the United States, that the foregoing statements are true and correct.

Executed on August 4, 2008



CHRISTINE LEPERA

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

CAPITOL RECORDS, INC., a Delaware Corporation; CAROLINE RECORDS, INC., a New York Corporation; VIRGIN RECORDS AMERICA, INC., a California Corporation; EMI BLACKWOOD MUSIC, INC., a Connecticut Corporation; EMI APRIL MUSIC, INC., a Connecticut Corporation; EMI FULL KEEL MUSIC, Inc., a duly organized Corporation; EMI VIRGIN MUSIC, INC., a New York Corporation; EMI ROBBINS CATALOG, INC., a New York Corporation; EMI WATERFORD MUSIC, INC., a California Corporation; EMI GROVE PARK MUSIC, INC., a duly organized Corporation; COLGEMS-EMI MUSIC, INC., a Delaware Corporation; and EMI VIRGIN SONGS, INC., a New York Corporation

Plaintiffs,

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VIDEOEGG, INC. d/b/a VIDEOEGG.COM, a Delaware corporation; HI5 NETWORKS, INC. d/b/a HI5.COM; BEBO, INC., d/b/a BEBO.COM, a Delaware Corporation, and DOES 1-10, inclusive

Defendants.

RUSSELL J. FRACKMAN, applicant herein for admission *pro hac vice*, declares under the penalty of perjury as follows:

1. I am, through a professional corporation, a member of the law firm Mitchell Silberberg & Knupp LLP, 11377 West Olympic Boulevard, Los Angeles, CA 90064.
2. I submit this Declaration in support of the motion, pursuant to Local Rule 1.3(c) of the Local Rules of the United States District Court for the Southern and Eastern Districts of

New York, for an Order granting Russell J. Frackman admission *pro hac vice* to the Bar of the United States District Court for the Southern District of New York to appear and participate as counsel for Plaintiffs in the above-captioned action.

3. As demonstrated by the Certificate of Good Standing annexed hereto, I am a member in good standing of the Bar of the State of California. I am also a member in good standing of the Bars for the United States District Courts for the Eastern, Central and Northern Districts of California, the United States Courts of Appeals for the Second and Ninth Circuits and the United States Supreme Court.

4. There are no pending disciplinary proceedings against me in any State or Federal Court.

WHEREFORE, your applicant respectfully requests to be admitted to practice before this Court *pro hac vice* in the above-captioned matter on behalf of Plaintiffs.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Executed on July 30, 2008, at Los Angeles, California

  
RUSSELL J. FRACKMAN



**THE STATE BAR  
OF CALIFORNIA**

**MEMBER SERVICES CENTER**

180 HOWARD STREET, SAN FRANCISCO, CALIFORNIA 94105-1639

TELEPHONE: 888-800-3400

July 22, 2008

TO WHOM IT MAY CONCERN:

This is to certify that according to the records of the State Bar, RUSSELL JAY FRACKMAN, #49087 was admitted to the practice of law in this state by the Supreme Court of California on February 26, 1971; and has been since that date, and is at date hereof, an ACTIVE member of the State Bar of California; and that no recommendation for discipline for professional or other misconduct has ever been made by the Board of Governors or a Disciplinary Board to the Supreme Court of the State of California.

THE STATE BAR OF CALIFORNIA

A handwritten signature in cursive script, appearing to read "Kath Lambert".  
Kath Lambert  
Custodian of Membership Records

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

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Plaintiffs,

vs.

VIDEOEGG INC., d/b/a VIDEOEGG.COM, a Delaware Corporation; HI5 NETWORKS, INC., d/b/a HI5.COM, a California Corporation; and DOES 1-10, inclusive,

Defendants.

08-Civ-05831 (HB) (DCF)

ORDER FOR ADMISSION  
PRO HAC VICE  
ON WRITTEN MOTION

Upon the motion of Christine T. Lepera, attorney for Plaintiffs in the above-captioned action, and said sponsor attorney's affidavit in support:

**IT IS HEREBY ORDERED** that

Russell Frackman, Esq.  
Mitchell Silberberg & Knupp LLP  
11377 W. Olympic Blvd.  
Los Angeles, CA 90064  
Tel: 310-312-3119  
Fax: 310-231-8319  
Email: [rjf@msk.com](mailto:rjf@msk.com)

is admitted to practice pro hac vice as counsel for the Plaintiffs in the above-captioned case in the United States District Court for the Southern District of New York. All attorneys appearing before this Court are subject to the Local Rules of this Court, including the Rules governing discipline of attorneys. If this action is assigned to the Electronic Case Filing (ECF) system, counsel shall immediately apply for an ECF password at nysd.uscourts.gov. Counsel shall forward the pro hac vice fee to the Clerk of the Court.

Dated: August \_\_\_, 2008  
New York, New York

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Honorable Harold Baer  
United States District Court Judge

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

CAPITOL RECORDS, LLC, a Delaware limited liability company; CAROLINE RECORDS, INC., a New York Corporation; VIRGIN RECORDS AMERICA, INC., a California Corporation; EMI BLACKWOOD MUSIC, INC., a Connecticut Corporation; EMI APRIL MUSIC, INC., a Connecticut Corporation; EMI FULL KEEL MUSIC, INC., a duly licensed Corporation; EMI VIRGIN MUSIC, INC., a New York Corporation; EMI ROBBINS CATALOG, INC., a New York Corporation; EMI WATERFORD MUSIC, INC., a California Corporation; EMI GROVE PARK MUSIC, INC., a California Corporation; COLGEMS-EMI MUSIC, INC., a Delaware Corporation; and EMI VIRGIN SONGS, INC., a New York Corporation,

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Defendants.

08-Civ-05831 (HB) (DCF)

CERTIFICATE OF SERVICE

**CERTIFICATE OF SERVICE**

I, Jeffrey M. Movit, hereby certify that on March 13, 2008, a true and correct copy of:

- NOTICE OF MOTION TO ADMIT COUNSEL RUSSELL FRACKMAN *PRO HAC VICE*
- DECLARATION OF CHRISTINE LEPERA IN SUPPORT OF MOTION FOR ADMISSION OF RUSSELL FRACKMAN *PRO HAC VICE*
- DECLARATION OF RUSSELL FRACKMAN IN SUPPORT OF MOTION FOR ADMISSION *PRO HAC VICE*
- PROPOSED ORDER FOR ADMISSION *PRO HAC VICE* ON WRITTEN MOTION

was served by Facsimile and US Mail upon:

Janet L. Cullum  
COOLEY GODWARD KRONISH LLP  
1114 Avenue of the Americas  
New York, NY 10036  
Tel: (212) 479-6000  
Fax: (212) 479-6275

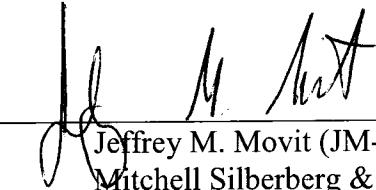
*Attorneys for Defendant hi5 Networks, Inc.*

Lisa T. Simpson  
Orrick, Herrington & Sutcliffe LLP  
666 Fifth Avenue  
New York, NY 10103  
Tel: (212) 506-3767  
Fax: (212) 506-5151

*Attorneys for VideoEgg, Inc.*

DATED: August 4, 2008  
New York, New York

By:

  
\_\_\_\_\_  
Jeffrey M. Movit (JM-6725)  
Mitchell Silberberg & Knupp LLP  
12 E. 49th Street  
New York, NY 10017  
Tel: 917-546-7712  
Fax: 917-546-7678